

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

SUNPOWER CORPORATION, *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11649 (CTG)

(Jointly Administered)

Re: D.I. 311, 514, 650, 784

**NOTICE OF REDLINE OF AMENDED JOINT CHAPTER 11 PLAN OF
SUNPOWER CORPORATION AND ITS DEBTOR AFFILIATES**

PLEASE TAKE NOTICE that, on September 6, 2024, the above-captioned debtors (collectively, the “Debtors”) filed the (i) the *Joint Chapter 11 Plan of SunPower Corporation and its Debtor Affiliates* [Docket No. 311] (as may be amended, supplemented, or otherwise modified, the “Plan”), with the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that, on September 19, 2024, the Debtors filed a revised version of the Plan, dated September 18, 2024 [Docket No. 514] (the “Revised Plan”) with the Court.

PLEASE TAKE FURTHER NOTICE that, on September 30, 2024, the Debtors filed a solicitation version of the Plan, dated September 30, 2024 [Docket No. 650] (the “Solicitation Plan”) with the Court.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: SunPower Corporation (8969); SunPower Corporation, Systems (8962); SunPower Capital, LLC (8450); SunPower Capital Services, LLC (9910); SunPower HoldCo, LLC (0454); SunPower North America, LLC (0194); Blue Raven Solar, LLC (3692); Blue Raven Solar Holdings, LLC (4577); BRS Field Ops, LLC (2370); and Falcon Acquisition HoldCo, Inc. (3335). The location of the Debtors' service address for purposes of these chapter 11 cases is: 880 Harbour Way South, Suite 600, Richmond, CA 94804.

PLEASE TAKE FURTHER NOTICE that, contemporaneously herewith the Debtors filed the *Amended Joint Chapter 11 Plan of SunPower Corporation and Its Debtor Affiliates*, dated October 15, 2024 [Docket 784] (the “Further Revised Plan”), for the convenience of the Court and all parties-in-interest, a redline comparison of the Further Revised Plan marked against the Solicitation Plan is attached hereto as **Exhibit 1**,

PLEASE TAKE FURTHER NOTICE that, the Debtors intend to seek the confirmation of the Further Revised Plan at the *in person* hearing currently scheduled to take place before The Honorable Craig T. Goldblatt at the Court, 824 North Market Street, 3rd Floor, Courtroom 7, Wilmington, Delaware 19801 on **October 18, 2024 starting at 2:30 p.m. (Eastern Daylight Time)** (the “Confirmation Hearing”).

PLEASE TAKE FURTHER NOTICE that the Debtors reserve the right to amend, modify, or supplement the Further Revised Plan. To the extent that the Debtors make further revisions to the Further Revised Plan or, the Debtors will present further revised copies and redlines of such documents to the Court either at or before the Confirmation Hearing.

[Remainder of page intentionally left blank.]

Dated: October 15, 2024
Wilmington, Delaware

/s/ Jason M. Madron

RICHARDS, LAYTON & FINGER, P.A.

Kevin Gross (DE Bar No. 209)
Mark D. Collins (DE Bar No. 2981)
Jason M. Madron (DE Bar No. 4431)
920 N. King Street
Wilmington, Delaware 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701
Email: gross@rlf.com
collins@rlf.com
madron@rlf.com

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

Joshua A. Sussberg, P.C. (admitted *pro hac vice*)
Zachary R. Manning (admitted *pro hac vice*)
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900
Email: joshua.sussberg@kirkland.com
zach.manning@kirkland.com

- and -

Chad J. Husnick, P.C. (admitted *pro hac vice*)
Jeffrey Michalik (admitted *pro hac vice*)
Robert Jacobson (admitted *pro hac vice*)
333 West Wolf Point Plaza
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Email: chad.husnick@kirkland.com
jeff.michalik@kirkland.com
rob.jacobson@kirkland.com

Co-Counsel to the Debtors and Debtors in Possession

Co-Counsel to the Debtors and Debtors in Possession